

PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C.
ATTORNEYS AND COUNSELORS

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440 WEST FRONT STREET AT OAK
TRAVERSE CITY, MICHIGAN 49684-2269
231.946.5660 FAX 231.946.6006

THOMAS E. KEENAN
Direct Dial: 248.363.2228
e-mail: keenan@pkkwa.com

March 23, 2007

United States Bankruptcy Court
Southern District of New York
Alexander Hamilton Customs House
One Bowling Green
New York, New York 10004-1408

Attention: James M. Millerman, III, Senior Law Clerk

In Re: Delphi Corporation, et al, debtors
Chapter 11
Case No. 05-44481 (RDD)

Dear Sir/Madam:

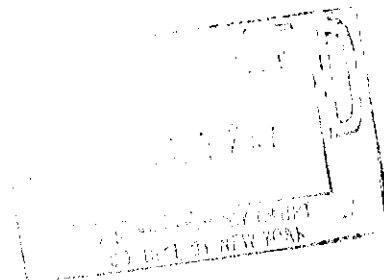
Enclosed for filing please find my firm's Affidavit of Legal Ordinary Course Professional, as well as a Certificate of Service with respect to the same. Please file the Affidavit on Delphi Corporation's bankruptcy docket.

Sincerely,

THOMAS E. KEENAN

TEK:dz
Enclosure

cc: Delphi Corporation General Counsel
John W. Butler, Jr., Attorney at Law
Alicia M. Leonhard, Attorney at Law
Mark A. Broude, Attorney at Law
Marissa Wesley, Attorney at Law
Donald Bernstein and Brian Resnick, Attorneys at Law
John D. Sheehan, Attorney at Law
Valeria Venable



UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE:

DELPHI CORPORATION, et al,
Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(jointly administered)

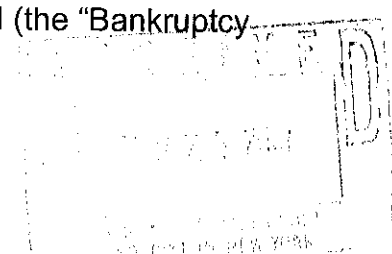
AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF MICHIGAN)
) SS
COUNTY OF OAKLAND)

THOMAS E. KEENAN, being duly sworn, deposes and says:

1. I am a principal of PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C., which firm maintains offices at 4057 Pioneer Drive, Suite 300, Commerce Township, Michigan.
2. Neither I, THOMAS E. KEENAN, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest or their attorneys, except as set forth in this Affidavit.
3. THOMAS E. KEENAN has represented and advised the Debtors in the United States with respect to a broad range of aspects of the Debtors' businesses.
4. The Debtors have requested, and THOMAS E. KEENAN has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended (the "Bankruptcy

PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C.



Code"), with respect to such matters.

5. THOMAS E. KEENAN's current fees arrangement is ONE HUNDRED FIFTY DOLLARS (\$150.00) per hour.
6. Except as set forth herein, no promises have been received by THOMAS E. KEENAN or any partner, auditor or other member thereof as to compensation in connection with these Chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.
7. PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C. has no agreement with any entity to share with such entity any compensation received by PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C.
8. PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C. and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending Chapter 11 cases. PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C. does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.
9. Neither I, THOMAS E. KEENAN, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates, in the matters upon which THOMAS E.

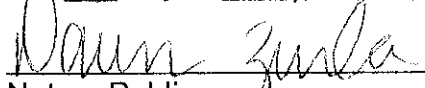
KEENAN is to be engaged.

10. The foregoing constitutes the state of THOMAS E. KEENAN pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT


THOMAS E. KEENAN

Subscribed and sworn to before me
this 23 day of March, 2007


Notary Public
Oakland County, Michigan
My Commission Expires: _____
Acting in Oakland County

DAWN M. ZURLA
NOTARY PUBLIC, STATE OF MI
COUNTY OF OAKLAND
MY COMMISSION EXPIRES Nov 21, 2010
ACTING IN COUNTY OF Oakland

PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE:

DELPHI CORPORATION, et al,

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Chapter 11

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(jointly administered)

CERTIFICATE OF SERVICE

THOMAS E. KEENAN hereby certifies that on March 23, 2007, he served a copy of the Affidavit of Legal Ordinary Counsel Professional, upon the following interested parties via first class mail:

Delphi Corporation
Attention: General Counsel
5725 Delphi Drive
Troy, MI 48098
U.S.A.

Latham & Watkins
Attention: Mark A. Broude, Esq.
885 Third Avenue
New York, N.Y. 10022
U.S.A.

Skadden, Arps, Slate, Meagher & Flom
Attention: John W. Butler, Jr., Esq.
333 West Wacker Drive
Suite 2100
Chicago, IL 60606
U.S.A.

Simpson Thacher & Bartlett LLP
Attention: Marissa Wesley, Esq.
425 Lexington Avenue
New York, N.Y. 10017
U.S.A.

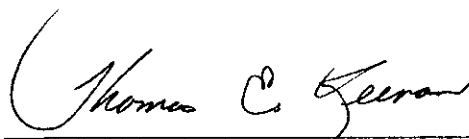
United States Trustee
Attention: Alicia M. Leonhard, Esq.
33 Whitehall Street
Suite 2100
New York, N.Y. 10044
U.S.A.

Davis Polk & Wardwell
Attention: Donald Bernstein, Esq. and
Brian Resnick, Esq.
450 Lexington Avenue
New York, N.Y. 10017
U.S.A.

Delphi Corporation
Attention: John D. Sheehan, Esq.
Vice President & Chief Restructuring
Officer
5725 Delphi Drive
Troy, MI 48098
U.S.A.

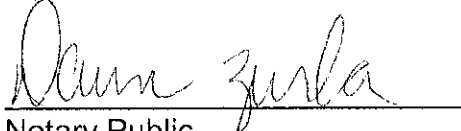
GE Plastics, Americas
Attention: Valeria Venable
Credit Manager
9930 Kinsey Avenue
Huntersville, NC 28078
U.S.A.

Dated: 3-23-07



THOMAS E. KEENAN (P 25668)
4057 Pioneer Dr., Suite 300
Commerce Township, MI 48390
(248)363-6400

Subscribed and sworn before me this
23 day of March, 2007



Notary Public
Oakland County, Michigan
My Commission Expires: 11/21/10
Acting in Oakland County, MI

DAWN M. ZURLO
NOTARY PUBLIC, STATE OF MI
COUNTY OF OAKLAND
MY COMMISSION EXPIRES Nov 21, 2010
ACTING IN COUNTY OF Oakland

PEDERSEN, KEENAN, KING, WACHSBERG & ANDRZEJAK, P.C.